

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
24 Hour Fitness Worldwide, Inc., <i>et al.</i> , ¹) Case No. 20-11558 (KBO)
)
Debtors.) (Jointly Administered)
)
) Objection Deadline: July 7, 2020 at 4:00 p.m. (ET)
) Hearing Date: July 14, 2020 at 11:00 a.m. (ET)
)
) Related Docket Nos.: 17, 136, and 433

**JOINDER OF RNB PARTNERS, LLC TO LIMITED OBJECTION
IN RELATION TO POST-PETITION FINANCING MOTION**

RNB Partners, LLC (“RNB”), by and through its undersigned counsel, hereby joins (this “Joinder”) in the limited objection filed at Docket No. 433 by various landlords (the “Objection”) to the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection to Prepetition Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 17] (the “Motion”).

FURTHER JOINDER

RNB further joins in the other objections to the Debtors’ requested relief in the Motion filed by other landlords and parties-in-interest to the extent they are not inconsistent with the Objection.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are 24 Hour Holdings II LLC (N/A); 24 Hour Fitness Worldwide, Inc. (5690); 24 Hour Fitness United States, Inc. (8376); 24 Hour Fitness USA, Inc. (9899); 24 Hour Fitness Holdings LLC (8902); 24 San Francisco LLC (3572)24 New York LLC (7033); 24 Denver LLC (6644); RS FIT Holdings LLC (3064); RS FIT CA LLC (7007); and RS FIT NW LLC (9372). The Debtors' corporate headquarters and service address is 12647 Alcosta Blvd., Suite 500, San Ramon, CA 94583.

RESERVATION OF RIGHTS

Nothing in this Joinder is intended to be, or should be construed as, a waiver by RNB of any of its rights under the Lease, the Bankruptcy Code, or applicable law. RNB expressly reserves all such rights, including, without limitation, the right to: (i) supplement and/or amend this Joinder and to assert objections to the proposed assumption, assumption and assignment, or rejection of the Lease on any and all grounds; (ii) assert and amend any cure amounts; (iii) assert all monetary and non-monetary defaults under the Lease; (iv) assert any rights for indemnification or contribution against the Debtors under the Lease; and (v) assert any further objections and joinders as it deems necessary or appropriate.

CONCLUSION

WHEREFORE, RNB respectfully requests that this Court enter an order: (i) sustaining the Objection; and (ii) granting RNB such other and further relief as this Court deems just and appropriate under the circumstances.

Dated: July 8, 2020
Wilmington, Delaware

BENESCH, FRIEDLANDER, COPLAN
& ARONOFF LLP

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